AMENDMENT OF SOLICITA	TION/MODIF	TICATION OF CONTRACT	1	. CONTRACT I	D CODE	PAGE OF PAGES
AMENDMENT OF SOCIETY	HOWWODI	Tention of Comme		U		1 10
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/PURCHASE REQ. NO.	•		5. PROJECT	ΓNO.(Ifapplicable)
P00012	25-Nov-2014	SEE SCHEDULE				
6. ISSUED BY CODE	N65726	7. ADMINISTERED BY (Ifother than item 6)		COD	E S240	)4A
NAVAL SEA LOGISTICS CENTER * 5450 CARLISLE PIKE P.O. BOX 2060 MECHANICSBURG PA 17055-0795		DCMA MANASSAS 10500 BATTLEVIEW PARKWAY SUITE 200 MANASSAS VA 20109-2342				
8. NAME AND ADDRESS OF CONTRACTOR ( MANTECH SYSTEMS ENGINEERING CORPORATION	No., Street, County,	State and Zip Code)	9A	. AMENDME	ENT OF SC	DLICITATION NO.
12015 LEE JACKSON HWY FAIRFAX VA 22033-3300			9B.	DATED (SE	E ITEM 1	1)
			X 107	A. MOD. OF 0024-14-C-4	CONTRAC	CT/ORDER NO.
CODE 2U954	FACILITY COI	DE .		3. DATED (\$	SEE ITEM	[ 13)
		APPLIES TO AMENDMENTS OF SOLIC				
The above numbered solicitation is amended as set forth			$\overline{}$	tended,	is not exte	ended
Offer must acknowledge receipt of this amendment prio  (a) By completing Items 8 and 15, and returning  or (c) By separate letter or telegram which includes a re RECEIVED ATTHE PLACE DESIGNATED FOR TH REJECTION OF YOUR OFFER. If by virtue of this an provided each telegram or letter makes reference to the se	copies of the amendment ference to the solicitation E RECEIPT OF OFFERS are dement you desire to characteristic of the colicitation and this amend	nt; (b) By acknowledging receipt of this amendmer and amendment numbers. FAILURE OF YOUR A PRIOR TO THE HOUR AND DATE SPECIFIED ange an offer already submitted, such change may be	nt on each CKNOW MAY Rl e made by	copy of the offer LEDGMENTT ESULT IN	O BE	
12. ACCOUNTING AND APPROPRIATION DA See Schedule	ATA (If required)					
		ΓΟ MODIFICATIONS OF CONTRACTS CT/ORDER NO. AS DESCRIBED IN ITE		RS.		
A. THIS CHANGE ORDER IS ISSUED PURSU CONTRACT ORDER NO. IN ITEM 10A.	ANT TO: (Specify a	outhority) THE CHANGES SET FORTH	IN ITEI	M 14 ARE M	ADE IN T	НЕ
B. THE ABOVE NUMBERED CONTRACT/O office, appropriation date, etc.) SET FORT	H IN ITEM 14, PUR	SUANT TO THE AUTHORITY OF FAR			s changes i	in paying
X C. THIS SUPPLEMENT AL AGREEMENT IS FAR 43.103(a)(3)	ENTERED INTO PU	JRSUANT TO AUTHORITY OF:				
D. OTHER (Specify type of modification and	authority)					
E. IMPORTANT: Contractor is not,	X is required to sig	gn this document and return 1	copies	to the issuing	office.	
DESCRIPTION OF AMENDMENT/MODIFI where feasible.)     Modification Control Number: vihodgjd15     For the purpose of electronic distribution, this conditions contained herein, is incorporated by	1911 signed modification b			v		
Except as provided herein, all terms and conditions of the do		16A. NAME AND TITLE OF COL FRANCIS X. DUGGAN / CONTRACT SPECIA	NTRAC ALIST	T ING OFFIC	ER (Type	or print)
15D CONTDACTOR/OFFERDOR	15C. DATE SIGNE	TEL: 717-605-1481  D 16B. UNITED STATES OF AMER		AIL: francis.dugg		6C. DATE SIGNED
15B. CONTRACTOR/OFFEROR	IJC. DATE SIGNE	BY BY		~ 2		25-Nov-2014
(Signature of person authorized to sign)		(Signature of Contracting Off	ficer)		^	

AMENDMENT OF SOLICITA	TION/MODIE	TCATION OF CONTRACT		1. CONTRACT	ID CODE	PAGE OF PAGES
ANIMENDINE TO PRODUCT A	TION/MODIL	TEATION OF CONTRACT		U		1   10
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/PURCHASE REQ. NO.			5. PROJECTI	NO.(Ifapplicable)
P00012	25-Nov-2014	SEE SCHEDULE				
6. ISSUED BY CODE	. ISSUED BY CODE N65726 7. ADMINISTERED BY (Ifother than ite DCMA MANASSAS					
NAVAL SEA LOGISTICS CENTER *  5450 CARLISLE PIKE P.O. BOX 2030 MECHANICSBURG PA 17055-0795						
8. NAME AND ADDRESS OF CONTRACTOR (	No Street County	State and Zin Code)	19/	A. AMENDMI	NT OF SOI	JCITATION NO.
MANTECH SYSTEMS ENGINEERING CORPORATION 12016 LEE JACKSON HWY FAIRFAX VA 22033-3300	ivo., orest, county, i			3. DATED (SE		
			x 10	)A. MOD. OF 000 <b>24</b> -1 <b>4-C-</b> 4	CONTRACT	T/ORDER NO.
				B. DATED (	SEE ITEM 1	3)
CODE 2U954	FACILITY COL			6-May-2014		
<del></del>		PPLIES TO AMENDMENTS OF SOLIC			<del></del>	
The above numbered solicitation is amended as set forth Offer must acknowledge receipt of this amendment prior		• •	<b></b>	extended,	is not exten	ded.
(a) By completing Items 8 and 15, and returning or (c) By separate letter or telegram which includes a re RECEIVED AT THE PLACE DESIGNATED FOR TH REJECTION OF YOUR OFFER. If by virtue of this am provided each telegram or letter makes reference to the s	erence to the solicitation of ERECEIPT OF OFFERS I endment you desire to cha olicitation and this amend	PRIOR TO THE HOUR AND DATE SPECIFIED nge an offer already submitted, such change may b	ACKNO' MAY I De made b	WLEDGMENTT RESULT IN by telegram or let	Ю ВЕ	
See Schedule	TA (II required)					
13. THISITE	M APPLIES ONLY T	O MODIFICATIONS OF CONTRACTS	SYORDE	ERS.		
A. THIS CHANGE ORDER IS ISSUED PURSU CONTRACT ORDER NO. IN ITEM 10A.		T/ORDER NO. AS DESCRIBED IN ITE uthority) THE CHANGES SET FORTH			IADE IN TH	Œ
B. THE ABOVE NUMBERED CONTRACT/O office, appropriation date, etc.) SET FORT					s changes in	paying
X C. THIS SUPPLEMENT AL AGREEMENT IS FAR 43.103(a)(3)	ENTERED INTO PU	RSUANT TO AUTHORITY OF:				
D. OTHER (Specify type of modification and a	uthority)					
E. IMPORTANT: Contractor is not,	x is required to sign	n this document and return 1	copies	to the issuing	office.	
14. DESCRIPTION OF AMENDMENT/MODIFIC where feasible.) Modification Control Number: vihodgjd151 For the purpose of electronic distribution, this s (insert date from Block 15C. of the modification)	911 signed modification by	y (insert name of individual from Block	15B of	the modificat	ion) dated	
Except as provided herein, all terms and conditions of the do		·				
15A NAME AND TITLE OF SIGNER (Type or )	orint)	16A, NAME AND TITLE OF CO	NTRA	CTING OFFIC	ER (Type or	r print)
	150 Dame or or	TEL:		MAIL:	1.5.	
	15C. DATE SIGNED		dCA		[16C.	. DATE SIGNED
	11-24-14	(Signature of Contracting Off	ficer)			
	ii .	(Signature of Continuoling Off				

#### SECTION SF 30 BLOCK 14 CONTINUATION PAGE

### The following items are applicable to this modification:

- 1. THE PURPOSE OF THIS MODIFICATION IS TO REVISE THE SUBJECT ORDER AS FOLLOWS:
  - A. CEILING ON SLIN 0001BA IS HEREBY DECREASED IN THE TOTAL CPFF AMOUNT BY \$1,023,711.51 FROM \$1,646,394.30 TO \$622,682.79. LABOR HOURS ON SLIN 0001BA ARE HEREBY DECREASED IN THE AMOUNT BY FROM TO THIS CEILING AND LABOR HOURS ARE HEREBY MOVED TO INITIATE SLINS 0001CH, 0001CJ, 0001CK, 0001CL, 0001CM, 0001CN, 0001CP, 0001CQ AND 0001CR.
  - B. IN ORDER TO ACCOMMODATE THE FUNDING REQUIRED BY PARAGRAPH 1(A) ABOVE, FUNDING IS HEREBY ADDED TO THE SUBJECT ORDER UNDER SLINS 0001CH, 0001CJ, 0001CK, 0001CL, 0001CM, 0001CN, 0001CP, 0001CQ AND 0001CR AS SHOWN BELOW. THESE SLINS IS FULLY FUNDED.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT				
CLIN			Man	\$	\$71,942.88				
Number			Hours						
0001CH									
	Labor - Option Period								
	Provide Engineering, Ma								
	Maintenance and Logistic	s Support Informat	tion System	s (SMLIS) Program;					
	WCF Funding								
	FOB: Destination								
	PURCHASE REQUEST	NUMBER: 130046	53937						
	MFR PART NR: +								
	CPFF								
			ESTI	MATED COST	\$				
				FIXED FEE	\$				
	TOTAL EST COST + FEE \$71,942.8								
	ACRN CE				\$47,388.00				
	CIN: 130046393700001								

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
CLIN Number 0001CJ			Man Hours	\$	\$146,823.40
	Labor - Option Period Provide Engineering, Mai				
	Maintenance and Logistic	s Support Informat	ion System	s (SMLIS) Program	
	FOB: Destination				
	PURCHASE REQUEST	NUMBER: 130046	53939		
	CPFF				
			ESTI	MATED COST	\$
				FIXED FEE	\$
			TOTAL ES	T COST + FEE	\$146,823.40
	ACRN CF CIN: 130046393900001				\$96,711.00

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
CLIN			Man	\$	\$77,076.15
Number 0001CK			Hours		
	Labor - Option Period				
	Provide Engineering, Mai Maintenance and Logistic				
	OMN Funding				
	FOB: Destination				
	PURCHASE REQUEST	NUMBER: 130046	55270		
	CPFF				
			ESTI	MATED COST	\$
				FIXED FEE	\$
			TOTAL ES	T COST + FEE	\$77,076.15
	ACRN CG				\$55,000.00
	CIN: 130046527000001				

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
CLIN Number			Man Hours	\$	\$56,931.25
0001CL					
	Labor - Option Period				
	Provide Engineering, Mai Maintenance and Logistic				
	WCF Funding				
	FOB: Destination				
	PURCHASE REQUEST	NUMBER: 130046	53729		
	CPFF				
			ESTI	MATED COST	\$
				FIXED FEE	\$
			TOTAL ES	T COST + FEE	\$56,931.25
	ACRN CH CIN: 130046372900001				\$50,000.00

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
CLIN			Man	\$	\$93,276.16
Number			Hours		
0001CM					
	Labor - Option Period				
	Provide Engineering, Ma	intenance and Suct	ainmont Su	poort to the News Chin	
	Maintenance and Logistic				
	OMN Funding				
	FOB: Destination				
	PURCHASE REQUEST	NUMBER: 130046	52124		
	CPFF				
			ESTI	MATED COST	\$
				FIXED FEE	\$
			TOTAL ES	T COST + FEE	\$93,276.16
	ACRN CJ				\$51,200.00
	CIN: 130046212400001				!

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
CLIN Number			Man Hours	\$	\$125,339.80
0001CN					
	Labor - Option Period		•		
	Provide Engineering, Mai Maintenance and Logistic				
	OMN Funding				
	FOB: Destination				
	PURCHASE REQUEST	NUMBER: 130046	52122		
	CPFF				
			ESTI	MATED COST	\$
				FIXED FEE	\$
		\$125,339.80			
	ACRN CK CIN: 130046212200001				\$68,800.00

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
CLIN Number 0001CP			Man Hours	\$	\$68,013.87
	Labor - Option Period		ı	I	
	Provide Engineering, Mai Maintenance and Logistic				
	OMN Funding				
	FOB: Destination				
	PURCHASE REQUEST	NUMBER: 130046	54825		
	CPFF				
			ESTI	MATED COST	\$
				FIXED FEE	\$
			TOTAL ES	T COST + FEE	\$68,013.87
	ACRN CL CIN: 130046482500001				\$56,000.00

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
CLIN Number			Man Hours	\$	\$109,308.00
0001CQ			Hours		
	Labor - Option Period				
	Provide Engineering, Mai Maintenance and Logistic				
	OMN Funding				
	FOB: Destination				
	PURCHASE REQUEST	NUMBER: 130046	54825		
	CPFF				
			ESTI	MATED COST	\$
				FIXED FEE	\$
		\$109,308.00			
	ACRN CM				\$90,000.00
	CIN: 130046482500002				

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
CLIN Number 0001CR			Man Hours	\$	\$275,000.00
	Labor - Option Period				
	Provide Engineering, Mai Maintenance and Logistic				
	OMN Funding				
	FOB: Destination				
	PURCHASE REQUEST	NUMBER: 130046	55682		
	CPFF				
			ESTI	MATED COST	\$
				FIXED FEE	\$
			TOTAL ES	T COST + FEE	\$275,000.00
	ACRN CN CIN: 130046568200001				\$275,000.00

- C. THE PERIOD OF PERFORMANCE (POP) FOR SLINS 0001CH, 0001CJ, 0001CK, 0001CM, 0001CN, 0001CP, 0001CQ AND 0001CR IS 25 NOVEMBER 2014 TO 15 MAY 2015.
- D. THE POP FOR SLIN 0001CL IS 25 NOVEMBER 2014 TO 31 DECEMBER 2014.
- E. CEILING ON SLIN 0002BA IS HEREBY DECREASED IN THE TOTAL COST AMOUNT BY \$37,000.00 FROM \$84,000.00 TO \$47,000.00. THIS CEILING IS HEREBY MOVED TO INITIATE SLIN 0002BF.

F. IN ORDER TO ACCOMMODATE THE FUNDING REQUIRED BY PARAGRAPH 1(E) ABOVE, FUNDING IS HEREBY ADDED TO THE SUBJECT ORDER UNDER SLIN 0002BF AS SHOWN BELOW. THIS SLIN IS FULLY FUNDED.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
CLIN		1	Lot	\$37,000.00	\$37,000.00
Number					
0002BF					
	ODC Ontion mariod				
	ODC - Option period				
	COST				
	Provide Incidental Materia		,		
	Ship Maintenance and Log	gistics Support Inf	formation Sys	tems (SMLIS) Program;	
	Cost-only, no fee; OMN F	unding			
	(See NOTE B)				
	FOB: Destination				
	PURCHASE REQUEST N	NUMBER: 13004	65682		
				ESTIMATED COST	\$37,000.00
	ACRN CN				\$37,000.00
	CIN: 130046568200001				

- G. THE POP FOR SLIN 0002BF IS 25 NOVEMBER 2014 TO 15 MAY 2015.
- H. NAVY MARINE CORPS ACQUISITION REGULATION SUPPLEMENT (NMCARS) CLAUSE 5252.232-9104, ALLOTMENT OF FUNDS (JAN 2008), IS HEREBY REVISED AS FOLLOWS:

#### 5252.232-9104 ALLOTMENT OF FUNDS (JAN 2008)

(a) This contract is incrementally funded with respect to both cost and fee. The amount(s) presently available and allotted to this contract for payment of fee for incrementally funded contract line item number/contract subline item number (CLIN/SLIN), subject to the clause entitled "FIXED FEE" (FAR 52.216-8) or "INCENTIVE FEE" (FAR 52.216-10), as appropriate, is specified below. The amount(s) presently available and allotted to this contract for payment of cost for incrementally funded CLINs/SLINs is set forth below. As provided in the clause of this contract entitled "LIMITATION OF FUNDS" (FAR 52.232-22), the CLINs/SLINs covered thereby, and the period of performance for which it is estimated the allotted amount(s) will cover are as follows:

ITEM(S)	ALLOTTED TO	ALLOTTED TO FEE	ESTIMATED PERIOD
	COST		OF PERFORMANCE
0001AH	\$	\$	5/23/2014-11/30/2014
0001AJ	\$	\$	6/11/2014-11/30/2014
0001AL	\$	\$	6/11/2014-11/30/2014
0001AM	\$	\$	6/11/2014-11/30/2014
0001AN	\$	\$	6/11/2014-11/30/2014
0001AP	\$	\$	6/11/2014-11/30/2014
0001AQ	\$	\$	6/26/2014-11/30/2014
0001AR	\$	\$	6/26/2014-11/30/2014

0001AS	\$ \$	6/26/2014-11/30/2014
0001AU	\$ \$	6/26/2014-11/30/2014
0001AV	\$ \$	6/26/2014-11/30/2014
0001AW	\$ \$	6/26/2014-11/30/2014
0001AX	\$ \$	6/26/2014-11/30/2014
0001AY	\$ \$	7/10/2014-11/30/2014
0001AZ	\$ \$	7/10/2014-11/30/2014
0001BB	\$ \$	7/10/2014-11/30/2014
0001BC	\$ \$	7/10/2014-11/30/2014
0001BD	\$ \$	7/10/2014-11/30/2014
0001BE	\$ \$	7/10/2014-11/30/2014
0001BF	\$ \$	7/10/2014-11/30/2014
0001BJ	\$ \$	7/30/2014-11/30/2014
0001BK	\$ \$	8/13/2014-11/30/2014
0001BL	\$ \$	8/13/2014-11/30/2014
0001BM	\$ \$	8/13/2014-11/30/2014
0001BN	\$ \$	8/13/2014-11/30/2014
0001BQ	\$ \$	8/13/2014-11/30/2014
0001BR	\$ \$	8/13/2014-11/30/2014
0001BS	\$ \$	8/13/2014-11/30/2014
0001BV	\$ \$	9/25/2014-11/30/2014
0001BX	\$ \$	9/25/2014-11/30/2014
0001BZ	\$ \$	10/8/2014-05/15/2015
0001CB	\$ \$	10/29/2014-05/15/2015
0001CC	\$ \$	10/29/2014-05/15/2015
0001CD	\$ \$	10/29/2014-12/31-2014
0001CE	\$ \$	10/29/2014-05/15/2015
0001CF	\$ \$	10/29/2014-05/15/2015
0001CH	\$ \$	11/25/2014-5/15/2015
0001CJ	\$ \$	11/25/2014-5/15/2015
0001CK	\$ \$	11/25/2014-5/15/2015
0001CL	\$ \$	11/25/2014-12/31/2014
0001CM	\$ \$	11/25/2014-5/15/2015
0001CN	\$ \$	11/25/2014-5/15/2015
0001CP	\$ \$	11/25/2014-5/15/2015
0001CQ	\$ \$	11/25/2014-5/15/2015

- (b) The parties contemplate that the Government will allot additional amounts to this contract from time to time for the incrementally funded CLINs/SLINs by unilateral contract modification, and any such modification shall state separately the amount(s) allotted for cost, the amount(s) allotted for fee, the CLINs/SLINs covered thereby, and the period of performance which the amount(s) are expected to cover.
- (c) CLINs/SLINs <u>0</u>001AA, 0001AB, 0001AC, 0001AD, 0001AE, 0001AF, 0001AK, 0001AT, 0001BG, 0001BH, 0001BP, 0001BT, 0001BU, 0001BW, 0001BY, 0001CA, 0001CG, 0001CR, 0002AA, 0002AB, 0002AD, 0002AE, 0002AF, 0002AG, 0002AH, 0002AJ, 0002AK, 0002AL, 0002AM, 0002AN, 0002AP, 0002AQ, 0002AR, 0002AS, 0002AT, 0002AU, 0002BB and 0002BF are fully funded and performance under these CLINs/SLINs is subject to the clause of this contract entitled "LIMITATION OF COST" (FAR 52.232-20).
- (d) The Contractor shall segregate costs for the performance of incrementally funded CLINs/SLINs from the costs of performance of fully funded CLINs/SLINs.

- 2. ALL OTHER TERMS AND CONDITIONS REMAIN THE SAME.
- 3. ACCOUNTING AND APPROPRIATION SUMMARY FOR THE PAYMENT OFFICE:
  - A. As a result of this modification, the total funded amount for this document was increased by \$827,099.00 from \$34,614,436.15 to \$35,441,535.15.
  - B. THIS ACTION DOES NOT INCREASE THE CEILING OF THE SUBJECT ORDER.
  - C. Funding on SUBCLIN 0001CH is initiated as follows:

ACRN: CE

CIN: 130046393700001

Acctng Data: 97X4930 NH6B 252 77777 0 050120 2F 000000

Total: \$47,388.00

Cost Code: A00002609231

D. Funding on SUBCLIN 0001CJ is initiated as follows:

ACRN: CF

CIN: 130046393900001

Acctng Data: 97X4930 NH6B 252 77777 0 050120 2F 000000

Total: \$96,711.00

Cost Code: A00002609356

E. Funding on SUBCLIN 0001CK is initiated as follows:

ACRN: CG

CIN: 130046527000001

Acctng Data: 97X4930 NH6B 252 77777 0 050120 2F 000000

Total: \$55,000.00

Cost Code: A00002619785

F. Funding on SUBCLIN 0001CL is initiated as follows:

ACRN: CH

CIN: 130046372900001

Acctng Data: 97X4930 NH6B 252 77777 0 050120 2F 000000

Total: \$50,000.00

Cost Code: A00002608459

G. Funding on SUBCLIN 0001CM is initiated as follows:

ACRN: CJ

CIN: 130046212400001

Acctng Data: 1751804 8B2B 252 V4R00 0 050120 2D 000000

Total: \$51,200.00

Cost Code: A00002591301

H. Funding on SUBCLIN 0001CN is initiated as follows:

ACRN: CK

CIN: 130046212200001

Acctng Data: 1751804 8B5B 252 V4R00 0 050120 2D 000000

Total: \$68,800.00

Cost Code: A00002591296

### I. Funding on SUBCLIN 0001CP is initiated as follows:

ACRN: CL

CIN: 130046482500001

Acctng Data: 1751804 8B2B 251 V4F00 0 050120 2D 000000

Total: \$56,000.00

Cost Code: A00002616160

# J. Funding on SUBCLIN 0001CQ is initiated as follows:

ACRN: CM

CIN: 130046482500002

Acctng Data: 1751804 8B2B 251 V4F00 0 050120 2D 000000

Total: \$90,000.00

Cost Code: A10002616160

# K. Funding on SUBCLIN 0001CR is initiated as follows:

ACRN: CN

CIN: 130046568200001

Acctng Data: 1751804 70BA 257 00070 R 045924 2D CK1958

Total: \$275,000.00

Cost Code: 0007051958KP

### L. Funding on SUBCLIN 0002BF is initiated as follows:

ACRN: CN

CIN: 130046568200001

Acctng Data: 1751804 70BA 257 00070 R 045924 2D CK1958

Total: \$37,000.00

Cost Code: 0007051958KP